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Guy M Hicks  
General Counsel

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T.R.A. DOCKET ROOM

**BellSouth Telecommunications, Inc**  
333 Commerce Street  
Suite 2101  
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

April 18, 2005

VIA HAND DELIVERY

Hon. Pat Miller  
Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

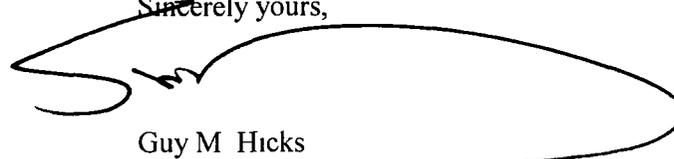
Re. *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc and US LEC Tennessee Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*  
Docket No. 05-00104

Dear Chairman Miller

Pursuant to Section 252(e) of the Telecommunications Act of 1996, US LEC Tennessee Inc and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated June 20, 2004. The Amendment adds language for the Primary Carrier Plan and incorporates rates for Virtual Collocation to the Agreement.

Thank you for your attention to this matter.

Sincerely yours,



Guy M Hicks

cc Deputy General Counsel, US LEC of Tennessee Inc  
Vice President, Regulatory & Industry Affairs, US LEC of Tennessee Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and US LEC of Tennessee Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. \_\_\_\_\_

**PETITION FOR APPROVAL OF THE  
AMENDMENT TO THE INTERCONNECTION AGREEMENT  
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.  
AND US LEC OF TENNESSEE INC.  
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, US LEC of Tennessee Inc. ("US LEC") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated June 20, 2004 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, US LEC and BellSouth state the following:

1. US LEC and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to US LEC. The Interconnection Agreement was filed with the Tennessee Regulatory Authority ("TRA") on June 16, 2004 and a supplemental filing was done on August 12, 2004.

2. The parties have recently negotiated an Amendment to the Agreement which adds language for the Primary Carrier Plan and incorporates rates for Virtual Collocation to the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, US LEC and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and US LEC within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. US LEC and BellSouth aver that the Amendment is consistent with the standards for approval.

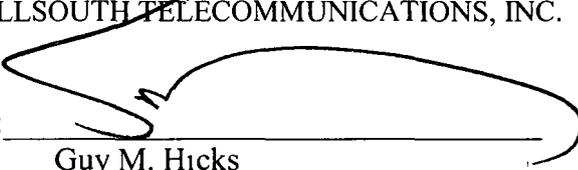
6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, BellSouth shall make available the entire Interconnection Agreement filed and approved pursuant to 47 USC Section 252.

US LEC and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 18<sup>th</sup> day of April, 2005.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

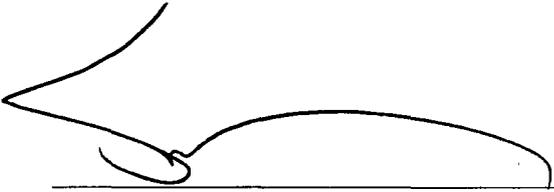
Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

### CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 18<sup>th</sup> day of April, 2005:

Deputy General Counsel  
US LEC of Tennessee Inc.  
6801 Morrison Blvd.  
Charlotte, NC 28211

Vice President, Regulatory & Industry Affairs  
US LEC of Tennessee Inc.  
6801 Morrison Blvd.  
Charlotte, NC 28211



Guy M. Hicks

**Amendment to the Agreement  
Between  
US LEC of Tennessee Inc.  
and  
BellSouth Telecommunications, Inc.  
Dated June 20, 2004**

Pursuant to this Amendment, (the "Amendment"), US LEC of Tennessee Inc. ("US LEC"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 20, 2004 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and US LEC entered into the Agreement on June 20, 2004, and,

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows.

1. The Parties agree to add new Section 7 6.3 to Attachment 3 as follows
  - 7.6.3 For Primary Carrier Plan (PCP) Independent Telephone Company (ICO) originated intraLATA toll Transit Traffic delivered to US LEC for termination, US LEC shall bill BellSouth at the US LEC's intrastate switched access tariff rates. The amount of PCP ICO originated intraLATA toll Transit Traffic usage for which US LEC bills BellSouth shall be determined by US LEC by applying the US LEC and BellSouth agreed upon PCP ICO ratios to the appropriate monthly EMI 11-01-01 call detail usage provided by BellSouth. BellSouth shall provide to US LEC an initial list, by state, of the PCP ICOs, and BellSouth shall provide PCP ICO list updates to US LEC as necessary. Non-PCP ICO originated traffic shall be compensated between the Parties pursuant to the Transit Traffic section of this Agreement.
2. The Parties agree to add Virtual Collocation rates to Exhibit D of Attachment 4, as set forth in Exhibit 1 of this Amendment attached hereto and incorporated herein by this reference.
3. All of the other provisions of the Agreement, dated June 20, 2004, shall remain in full force and effect.
4. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

**BellSouth Telecommunications, Inc.**

By 

Name Kristen Rowe

Title Director

Date. 12/10/04

**US LEC of Tennessee Inc.**

By: 

Name. Wanda G. Montano

Title: Vice President, Regulatory and Industry Affairs

Date December 7, 2004

COLLOCATION - Mississippi										Attachment 4	Exhibit D				
CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
<b>VIRTUAL COLLOCATION</b>															
<b>Application</b>															
	Virtual Collocation - Application Fee			AMTFS	EAF		1,212.25		0.51						
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect, Application Fee, per application			AMTFS	VE1CA		583.13								
	Virtual Collocation Administrative Only - Application Fee			AMTFS	VE1AF		740.76								
<b>Space Preparation</b>															
	Virtual Collocation - Floor Space, per sq ft			AMTFS	ESPVX		5.74								
<b>Power</b>															
	Virtual Collocation - Power per fused amp			AMTFS	ESPAX		7.33								
<b>Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)</b>															
	Virtual Collocation - 2-wire cross connect loop, provisioning			UEANL, UEA, UDN UAL UHL UCL UEO UNCVX UNCDX, UNCNX	UEAC2	0.0268	12.37	11.87	6.04	5.45					
	Virtual Collocation - 4-wire cross-connect, loop, provisioning			UEA, UHL UCL UDL, UNCVX, UNCDX	UEAC4	0.0536	12.47	11.94	6.59	5.91					
	Virtual Collocation - Special Access & UNE cross-connect per DS1			ULR, UXTD1 UNC1X, ULDD1 U1TD1, USLEL UNLD1 USL	CNC1X	1.14	22.16	16.02	6.60	5.97					
	Virtual collocation - Special Access & UNE cross connect per DS3			USL UE3 U1TD3, UXTS1, UXTD3, UNC3X UNCSX ULDD3, U1TS1, ULDS1, UDLSX, UNLD3	CND3X	14.49	21.01	15.29	7.61	6.10					
	Virtual Collocation - 2-Fiber Cross Connects			UDL12, UDLO3, U1T48 U1T12, U1TO3, ULDO3, ULD12, ULD48, UDF	CNC2F	2.91	21.01	15.29	7.61	6.10					
	Virtual Collocation - 4-Fiber Cross Connects			UDL12, UDLO3, U1T48 U1T12, U1TO3 ULDO3, ULD12, ULD48 UDF	CNC4F	5.82	25.70	19.97	10.01	8.50					
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect - Fiber Cable Support Structure, per linear foot per cable			AMTFS	VE1CB	0.001									
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect Copper/Coax Cable Support Structure, per linear foot, per cable			AMTFS	VE1CD	0.0015									
	Virtual Collocation 2 Wire Cross Connect, Port			UEPSX UEPSB, UEPSE UEPSP, UEPSR UEP2C	VE1R2	0.0268	12.37	11.87	6.04	5.45					
	Virtual Collocation 4 Wire Cross Connect Port			UEPDD, UEPEX	VE1R4	0.0536	12.47	11.94	6.59	5.91					
<b>CFA</b>															
	Virtual Collocation - CFA Information Resend Request, per Premises, per Arrangement, per request			AMTFS	VE1QR		77.41								
<b>Cable Records</b>															
	Virtual Collocation Cable Records - per request			AMTFS	VE1BA		763.69	490.94	133.77						
	Virtual Collocation Cable Records - VG/DS0 Cable per cable record			AMTFS	VE1BB		328.81		190.22						
	Virtual Collocation Cable Records - VG/DS0 Cable, per each 100 pair			AMTFS	VE1BC		4.84		5.93						
	Virtual Collocation Cable Records - DS1, per T1TIE			AMTFS	VE1BD		2.27		2.78						

COLLOCATION - Mississippi											Attachment 4		Exhibit D		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
						First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	Virtual Collocation Cable Records - DS3, per T3TIE			AMTFS	VE1BE		7 92		9 72						
	Virtual Collocation Cable Records - Fiber Cable per 99 fiber records			AMTFS	VE1BF		84 98		77 58						
	<b>Security</b>														
	Virtual collocation Security escort, basic time, normally scheduled work hours			AMTFS	SPTBX		17 02		10 79						
	Virtual collocation Security escort, overtime, outside of normally scheduled work hours on a normal working day			AMTFS	SPTOX		22 17		13 94						
	Virtual collocation - Security escort, premium time, outside of a scheduled work day			AMTFS	SPTPX		27 32		17 08						
	<b>Maintenance</b>														
	Virtual collocation - Maintenance in CO - Basic per half hour			AMTFS	CTRLX		28 09		10 79						
	Virtual collocation - Maintenance in CO - Overtime, per half hour			AMTFS	SPTOM		36 69		13 94						
	Virtual collocation - Maintenance in CO - Premium per half hour			AMTFS	SPTPM		45 28		17 08						
	<b>Entrance Cable</b>														
	Virtual Collocation - Cable Installation Charge per cable			AMTFS	ESPCX		926 27		22 62						
	Virtual Collocation - Cable Support Structure, per cable			AMTFS	ESPSX	15 24									

COLLOCATION - Tennessee																	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4		Exhibit D		
						Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l			Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add'l	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add'l	
											OSS Rates(\$)						
											SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
<b>VIRTUAL COLLOCATION</b>																	
<b>Application</b>																	
	Virtual Collocation - Application Fee			AMTFS	EAF		2,633.00							2.07	2.81	0.67	1.41
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect Application Fee per application			AMTFS	VE1CA		585.09										
	Virtual Collocation Administrative Only - Application Fee			AMTFS	VE1AF		743.25										
<b>Space Preparation</b>																	
	Virtual Collocation - Floor Space, per sq ft			AMTFS	ESPVX		3.91										
<b>Power</b>																	
	Virtual Collocation - Power per fused amp			AMTFS	ESPAX		6.79										
<b>Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)</b>																	
	Virtual Collocation - 2-wire cross connect loop, provisioning			UEANL, UEA, UDN, UAL, UHL, UCL, UEO, UNCVX, UNCDX, UNCNX	UEAC2	0.57	11.62	9.90	10.38	8.66				2.07	2.81	0.67	1.41
	Virtual Collocation - 4-wire cross-connect loop, provisioning			UEA, UHL, UCL, UDL, UNCVX, UNCDX	UEAC4	0.57	11.81	10.04	10.44	8.67				2.07	2.81	0.67	1.41
	Virtual collocation - Special Access & UNE, cross-connect per DS1			ULR, UXTD1, UNC1X, ULDD1, U1TD1, USLEL, UNLD1, USL	CNC1X	1.32	32.22	17.76	10.46	8.75				2.07	2.81	0.67	1.41
	Virtual collocation - Special Access & UNE cross connect per DS3			USL, UE3, U1TD3, UXTS1, UXTD3, UNC3X, UNCSX, ULDD3, U1TS1, ULDS1, UDLSX, UNLD3	CND3X	12.32	29.97	16.30	12.03	8.99				2.07	2.81	0.67	1.41
	Virtual Collocation - 2-Fiber Cross Connects			UDL12, UDLO3, U1T48, U1T12, U1T03, ULDO3, ULD12, ULD48, UDF	CNC2F	3.03	41.56	29.62	12.96	10.34				2.69	2.69	1.56	1.56
	Virtual Collocation - 4 Fiber Cross Connects			UDL12, UDLO3, U1T48, U1T12, U1T03, ULDO3, ULD12, ULD48, UDF	CNC4F	6.06	50.53	38.78	16.97	14.35				2.69	2.69	1.56	1.56
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect - Fiber Cable Support Structure per linear foot per cable			AMTFS	VE1CB	0.0013											
	Virtual Collocation - Co-Carrier Cross Connects/Direct Connect - Copper/Coax Cable Support Structure per linear foot, per cable			AMTFS	VE1CD	0.0019											
	Virtual Collocation 2 Wire Cross Connect Port			UEPSX, UEPSB, UEPSE, UEPSP, UEPSR, UEP2C	VE1R2	0.57	11.62	9.90	10.38	8.66				20.35	10.54	13.32	1.40
	Virtual Collocation 4-Wire Cross Connect, Port			UEPDD, UEPEX	VE1R4	0.57	11.81	10.04	10.44	8.67				20.35	10.54	13.32	1.40
<b>CFA</b>																	
	Virtual Collocation - CFA Information Resend Request, per Premises per Arrangement, per request			AMTFS	VE1QR		77.67										
<b>Cable Records</b>																	
	Virtual Collocation Cable Records - per request			AMTFS	VE1BA		1,711.00										
	Virtual Collocation Cable Records - VG/DS0 Cable per cable record			AMTFS	VE1BB		925.06										
	Virtual Collocation Cable Records - VG/DS0 Cable, per each 100 pair			AMTFS	VE1BC		18.05										
	Virtual Collocation Cable Records - DS1 per T1T1E			AMTFS	VE1BD		8.45										

COLLOCATION - Tennessee																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4		Exhibit D	
						Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l			SOME C	SOMAN	Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add'l
OSS Rates(\$)																
	Virtual Collocation Cable Records - DS3, per T3TIE			AMTFS	VE1BE		29 57									
	Virtual Collocation Cable Records - Fiber Cable, per 99 fiber records			AMTFS	VE1BF		279 42									
	<b>Security</b>															
	Virtual collocation - Security escort basic time, normally scheduled work hours			AMTFS	SPTBX		33 15	20 44					2 07	2 81	0 67	1 41
	Virtual collocation - Security escort, overtime, outside of normally scheduled work hours on a normal working day			AMTFS	SPTOX		41 50	25 61					2 07	2 81	0 67	1 41
	Virtual collocation - Security escort, premium time, outside of a scheduled work day			AMTFS	SPTPX		49 86	30 79					2 07	2 81	0 67	1 41
	<b>Maintenance</b>															
	Virtual collocation - Maintenance in CO - Basic per half hour			AMTFS	CTRLX		30 64						2 07	2 81	0 67	1 41
	Virtual collocation - Maintenance in CO - Overtime, per half hour			AMTFS	SPTOM		35 77						2 07	2 81	0 67	1 41
	Virtual collocation - Maintenance in CO - Premium per half hour			AMTFS	SPTPM		40 90						2 07	2 81	0 67	1 41
	<b>Entrance Cable</b>															
	Virtual Collocation - Cable Installation Charge per cable			AMTFS	ESPCX		1,749 00						2 07	2 81	0 67	1 41
	Virtual Collocation - Cable Support Structure per cable			AMTFS	ESPSX	17 87										